

**DECLARATION**  
**Utility Application**

LYON & LYON  
DOCKET INFORMATION  
213/031

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the

invention entitled METHOD FOR RECOVERING METAL VALUES FROM  
CONCENTRATES OF SULFIDE MATERIALS

the specification of which

**Check One**

- ☐ is attached hereto.  
☒ was filed on June 7, 1995 as

Application Serial No. 08/476,444

and was amended on \_\_\_\_\_

(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment(s) referred to above. I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(1). I hereby claim foreign priority benefits under Title 35, United States Code, § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

Application Number	Country	Date of Filing	Priority Claimed	
			Yes✓	No✓

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application.

Application Number	Date of Filing	Status—Patented, Pending or Abandoned
08/343,888 08/161,742	November 16, 1994 December 3, 1993	Pending Patented (now U.S. Patent 5,431,717)

Send Correspondence to:	LYON & LYON 47th Floor, 633 W. 5th St. Los Angeles, CA 90071	Direct Telephone Calls to: <u>David A. Randall, Esq.</u> (213) 489-1600
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	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
201		William	J.	Kehr
	RESIDENCE & CITIZENSHIP	City San Mateo	State or Foreign Country California	Country of Citizenship U.S.A.
	POST OFFICE ADDRESS	Post Office Address 40 Powhatan	City San Mateo	State or Country CA      Zip Code 94402

	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
202				
	RESIDENCE & CITIZENSHIP	City	State or Foreign Country	Country of Citizenship
	POST OFFICE ADDRESS	Post Office Address	City	State or Country      Zip Code

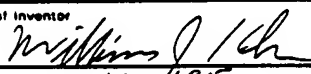
	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
203				
	RESIDENCE & CITIZENSHIP	City	State or Foreign Country	Country of Citizenship
	POST OFFICE ADDRESS	Post Office Address	City	State or Country      Zip Code

	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
204				
	RESIDENCE & CITIZENSHIP	City	State or Foreign Country	Country of Citizenship
	POST OFFICE ADDRESS	Post Office Address	City	State or Country      Zip Code

	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
205				
	RESIDENCE & CITIZENSHIP	City	State or Foreign Country	Country of Citizenship
	POST OFFICE ADDRESS	Post Office Address	City	State or Country      Zip Code

	FULL NAME OF INVENTOR	FIRST Name	Middle Initial(s)	LAST Name
206				
	RESIDENCE & CITIZENSHIP	City	State or Foreign Country	Country of Citizenship
	POST OFFICE ADDRESS	Post Office Address	City	State or Country      Zip Code

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Signature of Inventor 201	
Date	9/11/95

Signature of Inventor 202	
Date	

Signature of Inventor 203	
Date	

Signature of Inventor 204	
Date	

Signature of Inventor 205	
Date	

Signature of Inventor 206	
Date	

(Signatures should conform to names as presented at 201 in sec. above.)

Express Mail No.: EV 301124795 US



Atty. Dkt. No.: 330440-100038

**UNITED STATES DEPARTMENT OF COMMERCE**  
**Patent and Trademark Office**  
ASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

APRIL 03, 1996

PTAS



\*100108984A\*

LYON & LYON  
DAVID A. RANDALL, ESQ.  
633 WEST FIFTH STREET  
47TH FLOOR  
LOS ANGELES, CA 90071

**UNITED STATES PATENT AND TRADEMARK OFFICE**  
**NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, NORTH TOWER BUILDING, SUITE 10C35, WASHINGTON, D.C. 20231.

RECORDATION DATE: 10/06/1995

REEL/FRAME: 7736/0517

NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

KOHR, WILLIAM J.

DOC DATE: 09/11/1995

ASSIGNEE:

GEOBIOTICS, INC.  
3505 BREAKWATER AVENUE  
HAYWARD, CALIFORNIA 94545

SERIAL NUMBER: 08476444

FILING DATE: 06/07/1995

PATENT NUMBER:

ISSUE DATE:

LAWAN FLETCHER, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS

**RECEIVED**

**APR 08 1996**

**U.S. PROSECUTION**

ASSIGNMENT


WHEREAS, I, WILLIAM J. KOHR, a citizen of the United States of America, residing at 40 Powhatan, San Mateo, California 94402, County of San Mateo, State of California, a citizen of the United States of America, has invented a new and useful METHOD FOR RECOVERING METAL VALUES FROM CONCENTRATES OF SULFIDE MINERALS for which I have filed application papers for United States Letters Patent thereon, Serial No. 08/476,444, filed June-7, 1995; and

WHEREAS, GEOBIOTICS, INC., a California Corporation, having its address and principal place of business at 3505 Breakwater Avenue, Hayward, California 94545, is desirous of acquiring the exclusive right, title and interest in and to said invention and in and to the Letters Patent to be granted and issued therefor throughout the world.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, I, the said WILLIAM J. KOHR, do hereby sell, assign, transfer and set over unto the said GEOBIOTICS, INC., its successors and assigns, the full and exclusive right, title and interest in and to the said invention, and in and to any and all Letters Patent to be granted and issued therefor, including all continuations, continuations-in-part and/or divisional applications, not only for, to and in the United States of America, its territories and possessions,

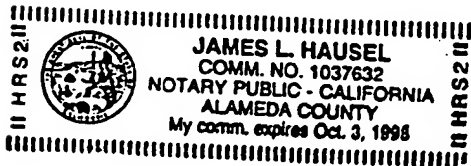
but for, to and in all countries throughout the world, including all priority rights under the International Convention and any other applicable laws or treaties; and I hereby authorize and request the United States Commissioner of Patents and Trademarks to issue said Letters Patent to said GEOBIOTICS, INC., its successors and assigns, in accordance with this Assignment.

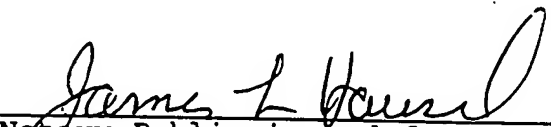
WITNESS MY HAND at Hayward, California, this 11 day of Sept., 1995.

  
WILLIAM J. KOHR

STATE OF CALIFORNIA           )  
  )  
COUNTY OF SAN MATEO       )    ss.

On September 11, 1995, before the undersigned, a Notary Public for the State and County aforesaid, personally appeared WILLIAM J. KOHR known to me to be the person whose name is subscribed to the above Assignment, and acknowledged that he executed the same.



  
Notary Public in and for  
Said County and State

Express Mail No.: EV 301124795 US



UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office  
ASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

SEPTEMBER 27, 2001

PTAS

LYON & LYON LLP  
DAVID A. RANDALL  
633 WEST FIFTH STREET, SUITE 4700  
LOS ANGELES, CA 90071-2066



\*101789773A\*

UNITED STATES PATENT AND TRADEMARK OFFICE  
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RECORDATION DATE: 07/23/2001

REEL/FRAME: 012002/0011  
NUMBER OF PAGES: 12

BRIEF: MERGER OF GEOBIOTICS, INC., A CALIFORNIA CORPORATION, WITH AND INTO GEOBIOTICS DELAWARE CORPORATION, A DELAWARE CORPORATION AND SIMULTANEOUS NAME CHANGE TO GEOBIOTICS, INC.

ASSIGNOR:  
GEOBIOTICS, INC.

DOC DATE: 08/01/1995

ASSIGNEE:  
GEOBIOTICS, INC.  
3505 BREAKWATER AVENUE  
HAYWARD, CALIFORNIA 94545

SERIAL NUMBER: 08329002  
PATENT NUMBER:

FILING DATE: 10/25/1994  
ISSUE DATE:

SERIAL NUMBER: 08459621  
PATENT NUMBER:

FILING DATE: 06/02/1995  
ISSUE DATE:

SERIAL NUMBER: 09709765  
PATENT NUMBER:

FILING DATE: 11/10/2000  
ISSUE DATE:

SERIAL NUMBER: 09735156  
PATENT NUMBER:

FILING DATE: 12/12/2000  
ISSUE DATE:

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OCT 02 2001

U.S. PROSECUTION

Atty. Dkt. No.: 330440-100038

SERIAL NUMBER: 08161742  
PATENT NUMBER: 5431717

FILING DATE: 12/03/1993  
ISSUE DATE: 07/11/1995

SERIAL NUMBER: 08343888  
PATENT NUMBER: 5573575

FILING DATE: 11/16/1994  
ISSUE DATE: 11/12/1996

SERIAL NUMBER: 08453016  
PATENT NUMBER: 5611839

FILING DATE: 05/30/1995  
ISSUE DATE: 03/18/1997

SERIAL NUMBER: 08476444  
PATENT NUMBER: 5676733

FILING DATE: 06/07/1995  
ISSUE DATE: 10/14/1997

SERIAL NUMBER: 08652993  
PATENT NUMBER: 5688304

FILING DATE: 05/24/1996  
ISSUE DATE: 11/18/1997

SERIAL NUMBER: 08636117  
PATENT NUMBER: 5766930

FILING DATE: 04/22/1996  
ISSUE DATE: 08/16/1998

SERIAL NUMBER: 08547894  
PATENT NUMBER: 5779762

FILING DATE: 10/25/1995  
ISSUE DATE: 07/14/1998

SERIAL NUMBER: 08819753  
PATENT NUMBER: 5800593

FILING DATE: 03/18/1997  
ISSUE DATE: 09/01/1998

SERIAL NUMBER: 08588589  
PATENT NUMBER: 6083730

FILING DATE: 01/18/1996  
ISSUE DATE: 07/04/2000

SERIAL NUMBER: 09060273  
PATENT NUMBER: 6086656

FILING DATE: 04/14/1998  
ISSUE DATE: 07/11/2000

SERIAL NUMBER: 08886840  
PATENT NUMBER: 6107065

FILING DATE: 07/01/1997  
ISSUE DATE: 08/22/2000

SERIAL NUMBER: 08950279  
PATENT NUMBER: 6146444

FILING DATE: 10/14/1997  
ISSUE DATE: 11/14/2000

SERIAL NUMBER: 09097316  
PATENT NUMBER: 6159726

FILING DATE: 06/12/1998  
ISSUE DATE: 12/12/2000

TARA WASHINGTON, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS

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07-27-2001

ET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

Docket No

To the Honorable Commissioner of Patents

101789773

J original documents or copy thereof.

1. Name of conveying party(ies):

Geobiotics, Inc.

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

3. Nature of conveyance:

☐ Assignment☐ Merger☐ Security Agreement☐ Change of Name☒ Other Merger of Geobiotics, Inc., a California Corporation, with and into Geobiotics Delaware Corporation, a Delaware Corporation, and simultaneous name change to Geobiotics, Inc.Execution Date: August 1, 1995

2. Name and address of receiving party:

Name: Geobiotics, Inc.

Internal Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Street Address: 3505 Breakwater AvenueCity: Hayward State: CA Zip: 94545Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No(s): 08/329,002 Filed: 10/25/94  
Attorney Docket No. 209/233B. Patent No(s): 5,431,717 Filed: 12/3/93 Attorney Docket  
No. 204/256Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David A. RandallInternal Address: LYON & LYON LLP  
633 West Fifth Street, Suite 4700  
Los Angeles, CA 90071-20666. Total number of applications and patents involved: 177. Total fee (37 CFR 3.41): \$ 680.00☒ Enclosed☒ Charge this Deposit Account if any additional fee is required8. Deposit Account Number: 12-2475

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9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David A. Randall, Reg No. 37,217Date: July 18, 2001Total number of pages including cover sheet: 12 (NOTE: Apostille on back of last page.)

OMB No. 0651-0011 (exp. 4/94)

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Director — U.S. Patent and Trademark Office

Box Assignments

Washington, D.C. 20231

07/26/2001 TDIAZ1 00000011 08329002

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**CONTINUATION OF FORM PTO-1595, SECTION 4**

**Patent Applications**

<u>Serial Number</u>	<u>Filing Date</u>	<u>Attorney Docket No.</u>
08/459,621	6/2/95	213/032
09/709,765	11/10/00	258/211
09/735,156	12/12/00	258/212

**Patents**

<u>Patent Number</u>	<u>Filing Date</u>	<u>Attorney Docket No.</u>
5,573,575	11/16/94	210/062
5,611,839	5/30/95	214/036
5,676,733	6/7/95	213/031
5,688,304	5/24/96	220/112
5,766,930	4/22/96	219/212
5,779,762	10/25/95	216/099
5,800,593	3/18/97	224/272
6,083,730	1/18/96	217/275
6,086,656	4/14/98	227/138
6,107,065	7/1/97	226/246
6,146,444	10/14/97	230/005
6,159,726	6/12/98	233/157

*State of Delaware*  
*Office of the Secretary of State*

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"GEOBIOTICS, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "GEOBIOTICS DELAWARE CORPORATION" UNDER THE NAME OF "GEOBIOTICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF OCTOBER, A.D. 1995, AT 2:30 O'CLOCK P.M.



2453877 8100M

010058514

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0965552

DATE: 02-09-01

## AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Merger Agreement") is entered into as of the 1<sup>st</sup> day of August, 1995 by and between Geobiotics, Inc., a California corporation ("Geobiotics California"), and Geobiotics Delaware Corporation, a Delaware corporation ("Geobiotics Delaware").

### WITNESSETH:

WHEREAS, Geobiotics Delaware is a corporation duly organized and existing under the laws of the State of Delaware;

WHEREAS, Geobiotics California is a corporation duly organized and existing under the laws of the State of California;

WHEREAS, on the date of this Merger Agreement, Geobiotics Delaware has authority to issue 1,000 shares of Common Stock, par value \$0.001 per share (the "Geobiotics Delaware Common Stock"), of which 100 shares are issued and outstanding and owned by Geobiotics California;

WHEREAS, on the date of this Merger Agreement, Geobiotics California has authority to issue 50,000,000 shares of Common Stock, par value \$0.001 per share (the "Geobiotics California Common Stock"), of which 18,596,614 shares are issued and outstanding, and 10,000,000 shares of Preferred Stock (the "Geobiotics California Preferred Stock"), of which no shares are issued and outstanding;

WHEREAS, the respective Boards of Directors for Geobiotics Delaware and Geobiotics California have determined that, for the purpose of effecting the reincorporation of Geobiotics California in the State of Delaware, it is advisable and to the advantage of said two corporations and their shareholders that Geobiotics California merge with and into Geobiotics Delaware upon the terms and conditions herein provided; and

WHEREAS, the respective Boards of Directors of Geobiotics Delaware and Geobiotics California, the shareholders of Geobiotics California, and the sole stockholder of Geobiotics Delaware have adopted and approved this Merger Agreement;

NOW, THEREFORE, in consideration of the mutual agreements and covenants set forth herein, Geobiotics California and Geobiotics Delaware hereby agree to merge as follows:

1. **Merger.** Geobiotics California shall be merged with and into Geobiotics Delaware, and Geobiotics Delaware shall survive the merger ("Merger"), effective upon the date and at the time when this Merger Agreement is made effective in accordance with applicable law (the "Effective Time").

2. Governing Documents. At the Effective Time, the Certificate of Incorporation of Geobiotics Delaware shall be amended to read in full as follows:

FIRST: The name of the Corporation is Geobiotics, Inc. (hereinafter sometimes referred to as the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is Incorporating Services, Ltd., 15 East North Street, in the City of Dover, County of Kent. The name of the registered agent at that address is Incorporating Services, Ltd.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

FOURTH:

A. The total number of shares of all classes of stock which the Corporation shall have authority to issue is Sixty Million (60,000,000) consisting of:

- (1) Ten Million (10,000,000) shares of Preferred Stock, par value one-tenth of one cent (\$.001) per share (the "Preferred Stock"); and
- (2) Fifty Million (50,000,000) shares of Common Stock, par value one-tenth of one cent (\$.001) per share (the "Common Stock").

The Preferred Stock authorized by this Certificate of Incorporation may be issued from time to time in one or more series. The Board of Directors is authorized to determine, alter or eliminate any or all of the powers, designations, preferences, relative, participating, optional or other rights, qualifications, limitations and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock, and to fix, increase or decrease the number of shares comprising any such series and the designation thereof, or any of them, and to provide for the rights and terms of redemption or conversion of the shares of any such series.

FIFTH: The following provisions are inserted for the management of the business and the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

- A. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation

or the By-Laws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

- B. The directors of the Corporation need not be elected by written ballot unless the By-Laws so provide.
- C. Unless otherwise provided by law, any action which may otherwise be taken at any meeting of the stockholders may be taken without a meeting and without prior notice, if a written consent describing such action is signed by the holders of outstanding shares having not less than the minimum number of votes which would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.
- D. Special meetings of stockholders of the Corporation may be called only (1) by the Board of Directors pursuant to a resolution adopted by a majority of the total number of authorized directors (whether or not there exist any vacancies in previously authorized directorships at the time any such resolution is presented to the Board for adoption) or (2) by the holders of not less than ten percent (10%) of all of the shares entitled to cast votes at the meeting.

**SIXTH:**

- A. The number of directors shall initially be set at six (6) and, thereafter, shall be fixed from time to time exclusively by the Board of Directors pursuant to a resolution adopted by a majority of the total number of authorized directors (whether or not there exist any vacancies in previously authorized directorships at the time any such resolution is presented to the Board for adoption). Subject to the rights of the holders of any series of Preferred Stock then outstanding, a vacancy resulting from the removal of a director by the stockholders as provided in Article SIXTH, Section C below may be filled at a special meeting of the stockholders held for that purpose. All directors shall hold office until the expiration of the term for which elected, and until their respective successors are elected, except in the case of the death, resignation, or removal of any director.
- B. Subject to the rights of the holders of any series of Preferred Stock then outstanding, any directors, or the entire Board of Directors, may be removed from office at any time, with or without cause, but only by the affirmative vote of the holders of at least a majority of the voting power of all of the then outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors, voting together as a single class. Vacancies in the Board of Directors resulting from such removal may be filled by a majority of the directors then in office, though less than a quorum, or by the stockholders as provided in Article SIXTH, Section A above. Directors so chosen shall hold

office for a term expiring at the next annual meeting of stockholders at which the term of office of the class to which they have been elected expires, and until their respective successors are elected, except in the case of the death, resignation, or removal of any director.

**SEVENTH:** The Board of Directors is expressly empowered to adopt, amend or repeal By-Laws of the Corporation. Any adoption, amendment or repeal of By-Laws of the Corporation by the Board of Directors shall require the approval of a majority of the total number of authorized directors (whether or not there exist any vacancies in previously authorized directorships at the time any resolution providing for adoption, amendment or repeal is presented to the Board). The stockholders shall also have power to adopt, amend or repeal the By-Laws of the Corporation.

**EIGHTH:** A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involved intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.

If the Delaware General Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended.

Any repeal or modification of the foregoing provisions of this Article EIGHTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

**NINTH:** The Corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Delaware and all rights conferred upon stockholders are granted subject to this reservation.

**TENTH:** The name and mailing address of the incorporator is:

Francis R. Thibodeau  
Geobiotics, Inc.  
3505 Breakwater Avenue  
Hayward, California 94545-3610

The Certificate of Incorporation of Geobiotics Delaware, as amended herein, shall continue to be the Certificate of Incorporation of Geobiotics Delaware as the surviving Corporation without change or amendment until further amended in accordance with the provisions thereof and applicable laws. The By-Laws of Geobiotics Delaware, in effect on the Effective Time, shall continue to be the By-Laws of Geobiotics Delaware as the surviving Corporation without change or amendment until further amended in accordance with the provisions thereof and applicable laws.

3. Directors and Officers. The directors and officers of Geobiotics California shall become the directors and officers of Geobiotics Delaware upon the Effective Time.

4. Succession. On the Effective Time, Geobiotics Delaware shall succeed to Geobiotics California in the manner of and as more fully set forth in Section 259 of the General Corporation Law of the State of Delaware.

5. Further Assurances. From time to time, as and when required by Geobiotics Delaware or by its successors and assigns, there shall be executed and delivered on behalf of Geobiotics California such deeds and other instruments, and there shall be taken or caused to be taken by it such further and other action, as shall be appropriate or necessary in order to vest, perfect or confirm, of record or otherwise, in Geobiotics Delaware the title to and possession of all the property, interests, assets, rights, privileges, immunities, powers, franchises and authority of Geobiotics California, and otherwise to carry out the purposes of this Merger Agreement and the officers and directors of Geobiotics Delaware are fully authorized in the name and on behalf of Geobiotics California or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.

6. Stock of Geobiotics California.

Upon the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, each one (1) share of Geobiotics California Common Stock outstanding immediately prior thereto shall be changed and converted into one (1) fully paid and nonassessable share of Geobiotics Delaware Common Stock.

7. Stock Certificates. On and after the Effective Time, all of the outstanding certificates which prior to that time represented shares of Geobiotics California stock shall be deemed for all purposes to evidence ownership of and to represent the shares of Geobiotics Delaware stock into which the shares of Geobiotics California stock represented by such certificates have been converted as herein provided. The registered owner on the books and records of Geobiotics Delaware or its transfer agent of any such outstanding stock certificate shall, until such certificate shall have been surrendered for transfer or otherwise accounted for to Geobiotics Delaware or its transfer agent, have and be entitled to exercise any voting and other rights with respect to and to receive any dividend and other distributions upon the shares of Geobiotics Delaware stock evidenced by such outstanding certificate as above provided.

8. Options. Upon the Effective Time, each outstanding option or other right to purchase shares of Geobiotics California stock shall be converted into and become an option or right to purchase the same number of shares of Geobiotics Delaware stock, at the price per share equal to the exercise price of the option or right to purchase Geobiotics California stock, and upon the same terms and subject to the same conditions as set forth in each such agreement entered into by Geobiotics California pertaining to such options or rights. A number of shares of Geobiotics Delaware stock shall be reserved for purposes of such options and rights equal to the number of shares of Geobiotics California stock so reserved at the Effective Time. As of the Effective Time, Geobiotics Delaware shall assume all obligations of Geobiotics California under agreements pertaining to such options and rights, and the outstanding options or other rights, or portions thereof, granted pursuant thereto.

9. Other Employee Benefit Plans. As of the Effective Time, Geobiotics Delaware hereby assumes all outstanding Stock Appreciation Units under the Geobiotics, Inc. 1991 Stock Appreciation Unit Plan, and assumes all obligations of Geobiotics California under any and all employee benefit plans in effect as of said date or with respect to which employee rights or accrued benefits are outstanding as of said date.

10. Outstanding Common Stock of Geobiotics Delaware. Forthwith upon the Effective Time, the One Hundred (100) shares of Geobiotics Delaware Common Stock presently issued and outstanding in the name of Geobiotics California shall be canceled and retired and resume the status of authorized and unissued shares of Geobiotics Delaware Common Stock, and no shares of Geobiotics Delaware Common Stock or other securities of Geobiotics Delaware shall be issued in respect thereof.

11. Covenants of Geobiotics Delaware. Geobiotics Delaware covenants and agrees that it will, on or before the Effective Time:

a. Qualify to do business as a foreign corporation in the State of California, and in all other states in which Geobiotics California is so qualified and in which the failure so to qualify would have a material adverse impact on the business or financial condition of Geobiotics Delaware. In connection therewith, Geobiotics Delaware shall irrevocably appoint an agent for service of process as required under the provisions of Section 2105 of the California Corporations Code and under applicable provisions of state law in other states in which qualification is required hereunder.

b. File any and all documents with the California Franchise Tax Board necessary to the assumption by Geobiotics Delaware of all of the franchise tax liabilities of Geobiotics California.

12. Amendment. At any time before or after approval and adoption by the stockholders of Geobiotics California, this Merger Agreement may be amended in any manner as may be determined in the judgment of the respective Boards of Directors of Geobiotics Delaware and Geobiotics California to be necessary, desirable or expedient in order to clarify the intention of the parties hereto or to effect or facilitate the purposes and intent of this Merger Agreement.



13. Abandonment. At any time before the Effective Time, this Merger Agreement may be terminated and the Merger may be abandoned by the Board of Directors of either Geobiotics California or Geobiotics Delaware or both, notwithstanding approval of this Merger Agreement by the sole stockholder of Geobiotics Delaware and the stockholders of Geobiotics California.

14. Counterparts. In order to facilitate the filing and recording of this Merger Agreement, the same may be executed in any number of counterparts, each of which shall be deemed to be an original.

IN WITNESS WHEREOF, this Merger Agreement, having first been duly approved by resolution of the Board of Directors of Geobiotics California and Geobiotics Delaware, is hereby executed on behalf of each of said two corporations by their respective officers thereunto duly authorized.


**GEOBIOTICS DELAWARE CORPORATION,**  
a Delaware corporation

By:   
Eli S. Jacobs, Acting President

**ATTEST:**

  
Grant Rollin, Chief Financial Officer

**GEOBIOTICS, INC.,** a California  
corporation

By:   
Eli S. Jacobs, Acting President

**ATTEST:**

  
Grant Rollin, Chief Financial Officer

## CONSENT BY GEOBIOTICS L.P.

Pursuant to Section 102 of the Delaware General Corporation Law and Section 17-204 of the Delaware Revised Uniform Limited Partnership Act, the undersigned, Industrial Biotech, Inc., a Delaware corporation, as General Partner of Geobiotics, L.P., a Delaware Limited Partnership ("Geobiotics L.P."), does hereby consent to the proposed use of the name "Geobiotics" in connection with the reincorporation of Geobiotics Inc., a California corporation ("Geobiotics, Inc."), in the State of Delaware.


Furthermore, Geobiotics L.P. hereby acknowledges that Geobiotics, Inc. plans to use the name "Geobiotics" and the corporate name "Geobiotics, Inc." as trademarks and Geobiotics L.P. does hereby consent to such use and any other future use of said names and waives any and all rights that it may now, or in the future, have in such names.

This written consent is dated as of September 22, 1995.

GEOBIOTICS L.P.

By: Industrial Biotech, Inc.

By:



Eli S. Jacobs  
General Partner



SERIAL NUMBER: 09735156  
PATENT NUMBER:

FILING DATE: 12/12/2000  
ISSUE DATE:

258/212

SERIAL NUMBER: 08161742  
PATENT NUMBER: 5431717

FILING DATE: 12/03/1993  
ISSUE DATE: 07/11/1995

200/255

SERIAL NUMBER: 08343888  
PATENT NUMBER: 5573575

FILING DATE: 11/16/1994  
ISSUE DATE: 11/12/1996

210/062

SERIAL NUMBER: 08453016  
PATENT NUMBER: 5611839

FILING DATE: 05/30/1995  
ISSUE DATE: 03/18/1997

214/035

SERIAL NUMBER: 08476444  
PATENT NUMBER: 5676733

FILING DATE: 06/07/1995  
ISSUE DATE: 10/14/1997

212/031

SERIAL NUMBER: 08652993  
PATENT NUMBER: 5688304

FILING DATE: 05/24/1996  
ISSUE DATE: 11/18/1997

210/032

SERIAL NUMBER: 08636117  
PATENT NUMBER: 5766930

FILING DATE: 04/22/1996  
ISSUE DATE: 06/16/1998

210/212

SERIAL NUMBER: 08547894  
PATENT NUMBER: 5779762

FILING DATE: 10/25/1995  
ISSUE DATE: 07/14/1998

216/099

SERIAL NUMBER: 08819753  
PATENT NUMBER: 5800593

FILING DATE: 03/18/1997  
ISSUE DATE: 09/01/1998

220/242

SERIAL NUMBER: 08588589  
PATENT NUMBER: 6083730

FILING DATE: 01/18/1996  
ISSUE DATE: 07/04/2000

211/275

SERIAL NUMBER: 09060273  
PATENT NUMBER: 6086656

FILING DATE: 04/14/1998  
ISSUE DATE: 07/11/2000

221/138

SERIAL NUMBER: 08886840  
PATENT NUMBER: 6107065

FILING DATE: 07/01/1997  
ISSUE DATE: 08/22/2000

226/246

SERIAL NUMBER: 09212579  
PATENT NUMBER: 6110253

FILING DATE: 12/14/1998  
ISSUE DATE: 08/29/2000

246/022

SERIAL NUMBER: 08950279  
PATENT NUMBER: 6146444

FILING DATE: 10/14/1997  
ISSUE DATE: 11/14/2000

218/055

SERIAL NUMBER: 09097316  
PATENT NUMBER: 6159726

FILING DATE: 06/12/1998  
ISSUE DATE: 12/12/2000

220/157

TONYA LEE, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS

07-27-2001

FORM PTO-1595  
1-31-92

RECORDED

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

Docket No.

To the Honorable Commissioner of Patents and

101789772

Original Documents or copy thereof.

1. Name of conveying party(ies): 7-23-01  
Geobiotics, Inc.  
 Additional name(s) of conveying party(ies) attached?  
☐ Yes ☒ No

2. Name and address of receiving party:  
 Name: GeoBiotics, LLC

Internal Address: JUL 23 2001

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Street Address: 14818 West 6th Avenue, Suite 5-ACity: Golden State: Co Zip: 80401Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No(s): 08/329,002 Filed: 10/25/94  
 Attorney Docket No. 209/233

B. Patent No(s): 5,431,717 Filed: 12/3/93 Attorney Docket  
 No. 204/256

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence  
 concerning document should be mailed:

Name: David A. Randall

Internal Address: LYON & LYON LLP  
633 West Fifth Street, Suite 4700  
Los Angeles, CA 90071-2066

6. Total number of applications and patents involved: 197. Total fee (37 CFR 3.41): \$ 760.00☒ Enclosed☒ Charge this Deposit Account if any additional fee is required8. Deposit Account Number: 12-2475

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9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David A. Randall  
 David A. Randall, Reg No. 37,217

Date: July 18, 2001Total number of pages including cover sheet: 5 (NOTE: Apostille on back of last page.)

OMB No. 0651-0011 (exp. 4/94)

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Director — U.S. Patent and Trademark Office

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Washington, D.C. 20231

07/26/2001 TDIAZ1 00000010 08329002

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**CONTINUATION OF FORM PTO-1595, SECTION 4**

**Patent Applications**

<u>Serial Number</u>	<u>Filing Date</u>	<u>Attorney Docket No.</u>
08/459,621	6/2/95	213/032
09/650,319	8/29/00	256/248
09/709,765	11/10/00	258/211
09/735,156	12/12/00	258/212

**Patents**

<u>Patent Number</u>	<u>Filing Date</u>	<u>Attorney Docket No.</u>
5,573,575	11/16/94	210/062
5,611,839	5/30/95	214/036
5,676,733	6/7/95	213/031
5,688,304	5/24/96	220/112
5,766,930	4/22/96	219/212
5,779,762	10/25/95	216/099
5,800,593	3/18/97	224/272
6,083,730	1/18/96	217/275
6,086,656	4/14/98	227/138
6,107,065	7/1/97	226/246
6,110,253	12/14/98	236/022
6,146,444	10/14/97	230/005
6,159,726	6/12/98	233/157

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"GEOBIOTICS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "GEOBIOTICS, LLC" UNDER THE NAME OF  
"GEOBIOTICS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D.  
2000, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3316790 8100M

010058514

AUTHENTICATION: 0965555

DATE: 02-09-01



**CERTIFICATE OF MERGER OF  
GEOBIOTICS, INC. WITH AND INTO  
GEOBIOTICS, LLC**

Pursuant to Section 264(e) of the Delaware General Corporation Law (the "DGCL") and Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is GeoBiotics, LLC, a Delaware limited liability company, and the name of the corporation being merged into this surviving limited liability company is GeoBiotics, Inc., a Delaware corporation.

**SECOND:** An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by GeoBiotics, LLC and GeoBiotics, Inc. in accordance with Section 264 of the DGCL.

**THIRD:** The name of the surviving limited liability company is GeoBiotics, LLC.

**FOURTH:** The Agreement and Plan of Merger is on file at 14818 West 6<sup>th</sup> Avenue, Suite 5-A, Golden, Colorado 80401, the place of business of GeoBiotics, LLC.

**FIFTH:** A copy of the Agreement and Plan of Merger will be furnished by GeoBiotics, LLC, on request and without cost, to any stockholder of GeoBiotics, Inc. or any member of GeoBiotics, LLC.

IN WITNESS WHEREOF, GeoBiotics, LLC has caused this certificate to be signed by  
Desmond P. Kearns, a director of GeoBiotics, LLC, the 28 day of December, 2000.

GEOBIOTICS, LLC

By: 

Name: Desmond P. Kearns

Title: Director